



4<sup>th</sup> September, 2023

BSE Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001.

**Scrip Code: 532538**

The Manager  
Listing Department  
The National Stock Exchange of India Limited  
“Exchange Plaza”, Bandra-Kurla Complex,  
Bandra (East), Mumbai 400 051.

**Scrip Code: ULTRACEMCO**

**Sub:** Proceedings of the meeting of Unsecured Creditors of the Company and Scrutinizer’s Report on the results of e-voting (remote e-voting and e-voting at the Meeting)

**Ref.:** a. In the Matter of the Scheme of Amalgamation of UltraTech Nathdwara Cement Limited, Swiss Merchandise Infrastructure Limited and Merit Plaza Limited with UltraTech Cement Limited (“Scheme of Amalgamation”)  
b. Earlier intimation dated 1<sup>st</sup> August, 2023

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Dear Sirs,

This is in continuation of our letter dated 1<sup>st</sup> August, 2023 informing you about a meeting of the Company’s Unsecured Creditors to be held in terms of order dated 4<sup>th</sup> July, 2023 of the Hon’ble National Company Law Tribunal, Mumbai (“NCLT Order”).

We now write to inform that the meeting of the Unsecured Creditors of the Company was held today i.e., Monday, 4<sup>th</sup> September, 2023 at 11:30 a.m. (IST) through video conferencing, pursuant to NCLT Order.

Unsecured Creditors of the Company approved the Scheme of Amalgamation with the requisite majority.

Scrutinizer’s Report on the results of e-voting (remote e-voting and e-voting at the Meeting) is enclosed as **Annexure 1**.

The same is for your information and records please.

Thanking You,

Yours faithfully,

Sanjeeb Kumar Chatterjee  
Company Secretary and Compliance Officer

Cc:  
Luxembourg Stock Exchange  
BP 165 / L – 2011 Luxembourg  
Scrip Code:  
US90403E1038 and US90403E2028

Singapore Exchange  
11 North Buona Vista Drive, #06-07  
The Metropolis Tower 2, Singapore 138589  
ISIN Code:  
US90403YAA73 and USY9048BAA18



**UltraTech Cement Limited**

**SCRUTINIZERS' REPORT**

To  
Mr. Kailash Chandra Jhanwar  
Chairman of the NCLT (Mumbai Bench) Convened  
Meeting of the Unsecured Creditors  
of UltraTech Cement Limited,

**REPORT OF THE SCRUTINIZER ON THE MEETING OF UNSECURED CREDITORS OF ULTRATECH CEMENT LIMITED (CONVENED PURSUANT TO ORDER DATED 4<sup>TH</sup> JULY, 2023 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, (NCLT) MUMBAI BENCH)**

Dear Sir,

I, B. Narasimhan, a Practicing Company Secretary was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting held at the meeting of the unsecured creditors (including debenture holders and bond holders) of UltraTech Cement Limited ("the Company"), held on Monday the 4<sup>th</sup> September 2023 at 11:30 a.m., on the resolution seeking approval of the unsecured creditors (including debenture holders and bond holders) to the Scheme of Amalgamation of **UltraTech Nathdwara Cement Limited, Swiss Merchandise Infrastructure Limited and Merit Plaza Limited (collectively referred to as "Transferor Companies") with UltraTech Cement Limited ("Transferee Company")** (hereinafter referred to as "**Scheme**"), and submit our report as under:

1. Pursuant to the said order dated 4<sup>th</sup> July, 2023 of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, the aforesaid Meeting of unsecured creditors (including debenture holders and bond holders) of the Transferee Company was held through video conferencing / other audio visual means ("VC / OAVM"), without the physical presence of the unsecured creditors (including debenture holders and bond holders) at a common venue and in accordance with the provisions of the Companies Act, 2013 ("Act") and framework for holding meetings through VC / OAVM, as prescribed by the Ministry of Corporate Affairs General Circular No.14/2020 dated 8<sup>th</sup> April, 2020, as clarified / extended from time to time, including by General Circulars bearing No.17/2020 dated 13<sup>th</sup> April, 2020, No.22/2020 dated 15<sup>th</sup> June, 2020, No.33/2020 dated 28<sup>th</sup> September, 2020, No.39/2020 dated 31<sup>st</sup> December, 2020, No.10/2021 dated 23<sup>rd</sup> June, 2021, No.20/2021 dated 8<sup>th</sup> December, 2021, No. 3/2022 dated 5<sup>th</sup> May, 2022 and No.11/2022 dated 28<sup>th</sup> December, 2022 ("Virtual Meeting Circulars").

*[Handwritten Signature]*

2. As per the direction of the Hon'ble NCLT, Mumbai by its Order dated 4<sup>th</sup> July, 2023:
- the Transferee Company had sent the Notice dated 31<sup>st</sup> July, 2023 convening the meeting to its unsecured creditors (including debenture holders and bond holders) numbering to 15,145, by email and in respect of the balance 1,072 unsecured creditors whose email id were not registered with the Transferee Company, the individual notices were sent by speed post.
  - the Notice convening the meeting contained the detailed procedures for attending the meeting through VC / OAVM.
  - the Notice also contained the detailed procedures for remote e-voting and also for e-voting at the meeting.
  - Notice of the meeting of the unsecured creditors was duly published in the newspapers on 3<sup>rd</sup> August, 2023 both in English Language in 'Business Standard', having nationwide circulation and in Marathi Language in "Navshakti", Mumbai edition.
  - Notice of the meeting of the unsecured creditors have also been uploaded on the website of the Transferee Company at [https://www.ultratechcement.com/investors/corporategovernance#scheme\\_of\\_arrangement](https://www.ultratechcement.com/investors/corporategovernance#scheme_of_arrangement), as well as on the website of KFin Technologies Limited ('KFIN') as the Service provider at <https://evoting.kfintech.com> and also on the websites of the Stock Exchanges viz, BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited, at [www.nseindia.com](http://www.nseindia.com)
3. In terms of the NCLT Order, quorum for the meeting was fixed as 30 unsecured creditors. The meeting was attended by 78 unsecured creditors.
4. The remote e-voting was kept open for the period from Friday, 1<sup>st</sup> September, 2023, 9.00 a.m. IST till Sunday 3<sup>rd</sup> September, 2023, 5.00 p.m. IST.
5. The Company had appointed KFin as the **Service provider**, for the purpose of extending the facility of remote e-voting to the unsecured creditors (including debenture holders and bond holders) of the Transferee Company and for voting electronically at the meeting. KFIN is also the Registrar and Transfer Agents ('RTA') of the Transferee Company. The **Service Provider** had provided a system for recording the votes of the unsecured creditors electronically through remote e-voting as well as at the meeting on the item of business sought to be transacted in the meeting.
6. The meeting convened on Monday, 4<sup>th</sup> September, 2023 at 11:30 a.m. IST.
7. After the meeting concluded, the Chairman of the meeting asked those unsecured creditors (including debenture holders and bond holders), who had



not voted through remote e-voting, to cast their votes within a period of 15 minutes and thereafter declared the meeting as closed and asked the Scrutinizer to submit a combined Report of both the remote e-voting and the e-voting at the meeting.

8. After the 15 minutes period allotted for e-voting was over, I unblocked the votes cast through e-voting at the meeting and the remote e-voting, in the presence of Ms. Kashish Tekchandani and Ms. Tejaswini Bhandarkar Witnesses to the unblocking of the voting.
9. The results of the Remote E-voting together with the e-voting conducted during the meeting convened by the Hon'ble NCLT, Mumbai Bench are as under:

Details	Remote E-voting	E-Voting at Meeting	Total voting
Number of unsecured creditors (including debenture holders and bond holders) who cast their votes	147	6	153
Total value of amount outstanding held by them (Rs. in lakhs)	1,04,776.02	159.61	1,04,935.63

**Note:** Percentage of votes cast in favour or against the resolutions is calculated based on the **Valid Votes** cast through Remote E-Voting and through E-voting during the meeting.

(a) Voted in favour of the resolution:

Number of unsecured creditors	% of the total number of unsecured creditors	Number of votes (in terms of amount outstanding) cast by them (Rs. in lakhs)	% of total number of votes ((in terms of amount outstanding) cast by them
152	99.3464	1,04,935.63	99.9999

(b) Number of unsecured creditors voted against the resolution.

Number of unsecured creditors	% of the total number of unsecured creditors	Number of votes (in terms of amount outstanding) cast by them (Rs. in lakhs)	% of total number of votes ((in terms of amount outstanding) cast by them
1	0.6536	0.10	0.0001

(c) Invalid votes:

Total number of unsecured creditors whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

*[Handwritten signature]*



10. A list of unsecured creditors who voted for the resolution and who voted against the resolution are annexed hereto as **Schedule I and II**.
11. The voting data in electronic form and all other relevant records were handed over to the Company Secretary for safe keeping.

The following were the witnesses to the unblocking of the votes cast through Remote E-Voting and E-Voting at the meeting.

*Kashish*  
.....

1. Ms. Kashish Tekchandani

*Tejaswini Bhandarkar*  
.....

2. Ms. Tejaswini Bhandarkar

*B. Narasimhan*  
.....

**CS B Narasimhan**  
**Proprietor, BN & Associates**  
**Company Secretaries**  
**(FCS No. 1303 COP No.: 10440)**  
**UDIN No: F001303E000908077**



Place: Mumbai

Date: 4<sup>th</sup> September 2023

Countersigned and received the report:

*Kailash Chandra Jhanwar*  
.....

Signed by Mr. Kailash Chandra Jhanwar,  
Chairman

Place: Mumbai

Date: 4<sup>th</sup> September, 2023

## Schedule I

**List of Unsecured (including Debenture holders and Bond holders) Creditors  
who voted "FOR" the resolution**

Sr. No.	Names	Amount (Rs. in lakhs)
1	BANDHAN CORPORATE BOND FUND	73,000.00
2	STATE BANK OF INDIA	10,000.00
3	HDFC LIFE INSURANCE COMPANY LIMITED	10,000.00
4	UTI CORPORATE BOND FUND	5,000.00
5	MANIPALCIGNA HEALTH INSURANCE COMPANY LIMITED	1,000.00
6	GEBRPFIEFFER INDIA PRIVATE LIMIT	573.12
7	JAGDISH CONSTRUCTION LTD	199.24
8	ISGEC HEAVY ENGINEERING LTD	160.78
9	SARVODAYA POLYMERS PVT LTD	158.82
10	SHIVAY AGGREGATE AND SAND LLP	155.93
11	AMAR TRANSPORT COMPANY	150.73
12	GTS TRANSPORT SERVICE PVT LTD	141.40
13	SHYAN ENTERPRISE	125.21
14	MAHESH TRANSPORT COMPANY	119.54
15	TAKRAF INDIA PVTLTD	118.66
16	SHREERAM RMC	115.91
17	RADHE KRISHNA ROADLINES	98.15
18	AILSINGHANI TRANSPORT PVT LTD	89.54
19	SANDEEP LOGISTIC	88.30
20	UMIYA CORPORATION	84.14
21	SHAKTI LOGISTICS	82.90
22	WORLDWIDE MOVERS PVT LTD	78.11
23	EAZY BUILDCON LLP	73.59
24	CHAUDHARY BUILDING MATERIAL	73.14
25	BHUMI INFRA PLUS	71.12
26	ORBIT CREATION CONCRETE	71.11
27	REEYA LOGISTICS	70.40
28	ASHAPURA CARRIERS	69.37
29	SHREE SAI RMC PLANT	68.91
30	MAA WAGESHWARI ROADLINES	68.42
31	SHYAM TRADELINK	66.68
32	SITSON INDIA PVT LTD	66.12
33	TEAM THAI AGHIN ROADWAYS	64.78
34	SAABRI LOGISTICS	63.95
35	SHIVAM LOGISTICS	62.27
36	RUDRAKSH INFRATECH	60.92
37	KRISHNA ROADLINES	59.33
38	SHREEJI CORPORATION	59.20
39	ARIHANT ENTERPRISES	57.84
40	PARMESHWAR READYMIX	57.68
41	DWARAVATI INFRA PLUS	56.51
42	YAHASKA POLYMERS PVTLTD	54.91
43	PRIYANKA TRANSPORT COMPANY	54.82
44	KRUSHNAM INFRAPROJECTS PVT LTD	54.70
45	BABITA ENTERPRISES	52.90
46	SHIV SHAKTI RMC	49.80
47	KRISHNA KRUPA ROADLINES	48.98
48	B S TRADING CO	48.72
49	SALASAR MARKETING	48.53
50	AILSINGHANI ASSOCIATES	48.40



51	BALKRISHNA HANDLING	48.08
52	Hemkunt Transport Company	46.81
53	DRYZE MIX	45.73
54	ADITYA BIRLA FASHION AND RETAIL LIM	43.97
55	DURGA OXIDES	43.53
56	Aditya Birla Public School	41.94
57	SHREE RAM CONSTRUCTION	41.68
58	JANTA TRADERS	41.26
59	HIGHWAY ON WHEELS TRANSPORT PVT LTD	41.25
60	JALARAM MINERALS	40.52
61	NEELESH INDUSTRIAL AGENCY P LTD	40.23
62	KANERIA PLAST PVT LTD	39.95
63	GANERIWAL CARRIERS AUTOMOBILES	39.34
64	DASHMESH ENTERPRISES	38.35
65	SATGURU CARRIERS	38.22
66	SALASAR MARKETING	36.74
67	IDL EXPLOSIVES LIMITED	36.20
68	DEEPAK MOTORS	36.09
69	SHREE RAJESHWARKRUPA ROADWAYS	35.92
70	SILVASSA CEMENT PRODUCTS PVT LTD	35.40
71	PANCHVATI SUPPLIERS TRANSPORT	35.06
72	PAVAN CARTING	32.62
73	WORLDWIDE MOVERS PVT LTD	31.66
74	JAI HANUMAN GRIT UDYOG	31.03
75	VAISHALI ASSOCIATES	30.65
76	ANAND TRADING COMPANY	30.31
77	DOSHI BROTHERS	28.42
78	KVS ENTERPRISES	26.59
79	ASHAPURA BULK CARRIERS	24.92
80	TECHNO GEAR INDUSTRIES	23.94
81	SIDDHI VINAYAK ROADWAYS	23.93
82	SHREE MALWA CARGO MOVERS	23.05
83	SR HANDLOOM AND CLOTH HOUSE	21.27
84	SAH POLYMERS LIMITED	21.22
85	KANSE LOGISTICS	20.81
86	BHAGYALAXMI ASSOCIATES	19.54
87	SHREE RAM MINERALS	19.51
88	TANVEER LOGISTICS	19.07
89	NEW PREM ROAD LINE	18.07
90	PRERANA CONSTRUCTIONS	17.79
91	SWASTIK CLEARING AGENCY	16.72
92	SHREE SAINATH ROADLINES	16.08
93	J D BULK CARRIER	15.39
94	PRAKASH SUPPLY CHAIN SOLUTIONS LLP	15.22
95	VIJAY AND COMPANY	14.86
96	SHREE NARMADA CARRIERS	14.73
97	SHREEJI ENTERPRISE	14.42
98	HAREKRISHNA ASSOCIATES	14.27
99	RAVI ENTERPRISE	14.26
100	SOMNATH ENTERPRISE	14.16
101	SHREE SAI CORPORATION	13.63
102	SHREE RAM ROADLINES	13.40
103	RISHAB STAR LOGISTIC PVT LTD	11.63
104	BALKRISHNA ENTERPRISE	11.59
105	PANKAJ TRADERS	11.22
106	BRIGHT PACKAGING PVT LTD	11.19
107	DHARMIK ENTERPRISE	11.12
108	SHREE AMBICA LOGISTICS	11.11

*[Handwritten signature]*



109	IKN ENGINEERING INDIA PVT LTD	10.70
110	RAJMANDIR ROADLINES	9.74
111	Mahesh Trading Co	9.26
112	SHRIMAD ROADLINES	9.18
113	BHAGAT TRANSPORT	9.11
114	OM SWASTIK MULTITRADE	8.79
115	AKSINGH CO	7.44
116	SHREE VAGHESHWARI ROADWAYS	7.18
117	Darshan Corporation	6.60
118	KRISHNA LOGISTIC	6.59
119	ADITYA BIRLA AHURA CENTRE	5.38
120	JAGDISH TRADING CO	5.34
121	AMARNATH ENGINEERING WORKS	4.53
122	SILVASSA CEMENT PRODUCTS PVT LTD	4.50
123	SILVASSA CEMENT PRODUCTS PVT LTD	4.36
124	MUNDRA CORPORATION	4.30
125	SHUBHAM TRADING CO	4.30
126	YATHARTH GEETA LOGISTIC	3.82
127	TARUN KUMAR	3.80
128	MAHESHWARI TRADING CO	3.64
129	GTS TRANSPORT SERVICE PVT LTD	1.95
130	KAHAN PACKAGING	1.35
131	MAHESHWARI TRADING CO	1.06
132	MONOJ BROTHER PRIVATE LIMITED	0.35
133	CEMENT HOUSE	0.29
134	KHUSHI ENGINEERING WORKS	0.28
135	SILVASSA CEMENT PRODUCTS PVT LTD	0.28
136	SHREE GANESH TRADING CORP	0.27
137	SWASTIK BULK MOOVERS	0.27
138	ROCK PRODUCTS	0.25
139	KRISHNA BELTS PVTLTD	0.22
140	SILVASSA CEMENT PRODUCTS PVT LTD	0.22
141	PRIYA ENTERPRISES	0.18
142	SHREEJI CEMENT	0.14
143	SHAMA ENTERPRISE	0.13
144	MAHALAXMI AGENCIES	0.10
145	SATGURU CARRIERS	0.08
146	ROHIT CHAUHAN	0.08
147	NEW ALL INDIA TRANSPORT COMPANY	0.06
148	MAA VANDEVI ENGINEERING	0.06
149	HARKARAN AGRO	0.04
150	TRINETRA INFRASTRUCTURE	0.02
151	SHREEJI CEMENT	0.002
152	AHMED BZAKARIA SONS PLTD	0.001
<b>Total</b>		<b>1,04,935.54</b>

*(Handwritten signature)*





## Schedule II

**List of Unsecured (including Debenture holders and Bond holders) Creditors  
who voted "AGAINST" the resolution**

Sr. No.	Names	Amount (Rs. in lakhs)
1	DHANESWARI DEHURIA	0.10
	<b>Total</b>	<b>0.10</b>

